

EXHIBIT B

June Time

KELLEY DRYE & WARREN LLP

FEDERAL ID NO. 13-5335107

WASHINGTON
LOS ANGELES
CHICAGO
HOUSTON

NEW YORK
STAMFORD
PARSIPPANY

AFFILIATE OFFICE:
MUMBAI, INDIA

JOANN Committee
Attn: Eric Wilson
c/o Eric Wilson
3 World Trade Center, 175 Greenwich Street
New York, NY 10007

July 9, 2025
Invoice No. 2934882

030608 JOANN Committee
0001 Case Administration

Account Summary And Remittance Form

Legal Services:	\$480.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$480.00**

Terms: Payment Due on or Before August 8, 2025

Please Return This Page With Your Payment

PAYMENT BY WIRE OR ACH IS PREFERRED:

BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

**PLEASE INDICATE CLIENT, MATTER AND INVOICE NUMBER
AS PAYMENT REFERENCE**

PAYMENT BY CHECK:

KELLEY DRYE & WARREN LLP

P.O. BOX 24652

NEW YORK, NY 10087-4652

KELLEY DRYE & WARREN LLP

FEDERAL ID NO. 13-5335107

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Client 030608

Matter 0001 Case Administration

Attorney: 05395

Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/06/25	Update team calendar as to upcoming hearings and pertinent deadlines.	TB	0.20	\$80.00
06/09/25	Update team calendar.	TB	0.20	80.00
06/16/25	Email correspondence with M. McLoughlin and C. Choe (both KDW) regarding newly filed Joann v. Advantus, et al. adversary proceeding (.2); effectuate team ECF noticing system for same (.3).	TB	0.50	200.00
06/20/25	Update team ECF noticing system for certain adversary proceedings.	TB	0.30	120.00
Total Services for this Matter:				480.00
Total this Invoice				\$480.00

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JOANN Committee
Client 030608
Matter 0001
July 9, 2025
Page 2

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
TB	Burns, Tom	1.20	400.00	\$480.00

PAYMENT BY CHECK:

KELLEY DRYE & WARREN LLP
ATTN: TREASURER'S DEPARTMENT
3 WORLD TRADE CENTER
175 GREENWICH STREET
NEW YORK, NEW YORK 10007
(212) 808-7800

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Attn: Eric Wilson
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3 World Trade Center, 175 Greenwich Street
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July 9, 2025
Invoice No. 2934883

030608 JOANN Committee
0002 Pleadings Review

Account Summary And Remittance Form

Legal Services:	\$2,465.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$2,465.00**

Terms: Payment Due on or Before August 8, 2025

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ACCOUNT #:135-046110

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July 9, 2025

Invoice No. 2934883

Client 030608

Matter 0002 Pleadings Review

Attorney: 05395

Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/02/25	Review debtors' first, second, third and fourth objections to claims for impact (.8); prepare and circulate a report of results for C. Choe and J. Churchill (both KDW) (.4).	TB	1.20	\$480.00
06/11/25	Review 11th assumption notice for landlord and committee impact.	AF	0.60	216.00
06/12/25	Review docket for notices, orders and hearings dates (.5); review notices and orders for impact (.8).	AF	1.30	468.00
06/16/25	Review debtors' complaint against certain vendors (.3) and motion and memorandum of law in connection with same (.4); emails with M. Fitzpatrick (CS) regarding same (.1).	MJM	0.80	836.00
06/17/25	Review sixteenth assumption notice.	AF	0.30	108.00
06/23/25	Monitor docket for rejection and assumption orders. sale order and omnibus fee order.	CC	0.20	157.00
06/25/25	Review debtors' 32nd rejection notice for impact.	TB	0.50	200.00
Total Services for this Matter:				2,465.00
Total this Invoice				\$2,465.00

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Matter 0002
July 9, 2025
Page 2

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AF	Fowler, Allison	2.20	360.00	\$792.00
CC	Choe, Connie	0.20	785.00	157.00
MJM	McLoughlin, Maeghan J	0.80	1,045.00	836.00
TB	Burns, Tom	1.70	400.00	680.00

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July 9, 2025
Invoice No. 2934884

030608 JOANN Committee
0004 Fee Matters

Account Summary And Remittance Form

Legal Services:	\$5,981.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$5,981.00**

Terms: Payment Due on or Before August 8, 2025

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Matter 0004 Fee Matters

Attorney: 05395

Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/02/25	Review docket for CNOs (.1); emails with N. Haughey and M. Fitts (both AM) regarding payment (.2).	MJM	0.30	\$313.50
06/02/25	Emails with J. Adams and J. Churchill (both KDW) regarding KDW April fee statement.	CC	0.20	157.00
06/04/25	Draft fee application narratives for KDW April monthly (3rd) fee statement.	JC	1.30	955.50
06/04/25	Review KDW April invoices for reasonableness and matter descriptions (.4); review and revise KDW monthly fee application (.6); emails to J. Adams (KDW) on next steps (.1); email with J. Churchill (KDW) on timing and redactions (.2).	CC	1.30	1020.50
06/05/25	Update KDW May monthly fee statement.	TB	1.20	480.00
06/07/25	Provide comments to draft of KDW third monthly fee statement for April time.	JRA	0.40	460.00
06/09/25	Emails with Cole Schotz team regarding omnibus interim fee order (.2); emails with PSZJ and Province confirming fee amounts (.2); review April LEDES file from accounting	JC	0.50	367.50

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Client 030608
Matter 0004
July 9, 2025
Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/09/25	(.1). Review revised version of KDW third monthly fee statement for April invoices (.2); finalize for filing (.4); assemble exhibits (.1); email Pachulski regarding same (.1).	CC	0.80	628.00
06/09/25	Confirm filing of KDW third monthly fee statement (.1); follow up on transmission of LEDES data to UST (.1).	JRA	0.20	230.00
06/10/25	Review May prebills preparatory to April statement for reasonableness.	ERW	0.30	384.00
06/11/25	Review updates to proposed interim fee order (.2); emails with Province team regarding same (.1).	JC	0.30	220.50
06/20/25	Emails with CS team regarding proposed interim fee order.	JC	0.10	73.50
06/24/25	Emails with Province regarding interim fee order and payment.	JC	0.10	73.50
06/24/25	Review omnibus fee order for first interim fee applications (.1); emails to J. Churchill (KDW) on next steps for payment (.1).	CC	0.20	157.00
06/25/25	Request backup of payments received from accounting (.1); calculate amount outstanding on first interim fee application (.1).	JC	0.20	147.00
06/30/25	Review status of holdback, April fee statement, and May fees.	MJM	0.30	313.50
Total Services for this Matter:				5,981.00
Total this Invoice				\$5,981.00

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Client 030608
Matter 0004
July 9, 2025
Page 3

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
CC	Choe, Connie	2.50	785.00	\$1,962.50
ERW	Wilson, Eric	0.30	1,280.00	384.00
JC	Churchill, John	2.50	735.00	1,837.50
JRA	Adams, Jason	0.60	1,150.00	690.00
MJM	McLoughlin, Maeghan J	0.60	1,045.00	627.00
TB	Burns, Tom	1.20	400.00	480.00

PAYMENT BY CHECK:

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ATTN: TREASURER'S DEPARTMENT
3 WORLD TRADE CENTER
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MUMBAI, INDIA

JOANN Committee
Attn: Eric Wilson
c/o Eric Wilson
3 World Trade Center, 175 Greenwich Street
New York, NY 10007

July 9, 2025
Invoice No. 2934881

030608 JOANN Committee
0006 Asset Analysis and Disposition

Account Summary And Remittance Form

Legal Services:	\$12,186.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$12,186.00**

Terms: Payment Due on or Before August 8, 2025

Please Return This Page With Your Payment

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BANK: JP MORGAN CHASE, N.A.

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SWIFT CODE: CHASUS33

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ACCOUNT #:135-046110

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JOANN Committee

Attn: Eric Wilson

c/o Eric Wilson

3 World Trade Center, 175 Greenwich Street
New York, NY 10007

July 9, 2025

Invoice No. 2934881

Client 030608

Matter 0006 Asset Analysis and Disposition

Attorney: 05395

Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/03/25	Review sale order for Singer Sourcing assets and related exhibits (.5); review related claim (.2); review assumption notice (.1); email to J. Adams and M. McLoughlin (both KDW) on same (.4); email to debtors' counsel regarding status of same (.1).	CC	1.30	\$1020.50
06/03/25	Review Singer sale motion (.4); emails with C. Choe (KDW) regarding same and next steps (.2).	MJM	0.60	627.00
06/12/25	Review SVP claim associated with proposed sale to Singer Sourcing (.3); emails to O. Acuna (K&E) regarding same (.1); draft limited objection to proposed sale (2.1); call with M. McLoughlin (KDW) on same (.2); review comments from M. McLoughlin (KDW) to limited objection (.2); make further revisions to sale objection (.9); conduct additional research and analysis (.6).	CC	4.40	3454.00
06/12/25	Review Singer sale motion and proposed order (.6); revise limited objection to same (.5);	MJM	1.50	1567.50

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JOANN Committee
Client 030608
Matter 0006
July 9, 2025
Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/12/25	discuss same with C. Choe (KDW) (.2); follow up call with J. Adams (KDW) on same (.2). Confer with M. McLoughlin (KDW) on Singer sale and claims analysis and need for objection (.2); review objection (.2) and correspondence with C. Choe (KDW) on same (.2).	JRA	0.60	690.00
06/13/25	Revise and finalize limited sale objection (.2); emails with Pachulski regarding filing (.3).	CC	0.50	392.50
06/16/25	Emails with O. Acuna (K&E) regarding backup and invoices for Singer Sourcing claim (.2); analyze SVP claim including review of backup and supporting documentation and filed proof of claim (3.4); follow-up requests to debtors' counsel (.3); provide analysis to J. Adams and M. McLoughlin (both KDW) (.2); emails regarding same (.2).	CC	4.30	3375.50
06/16/25	Review notice of designation and related exhibits (.3); review backup to Singer claim (.3).	MJM	0.60	627.00
06/20/25	Review previous withdrawals (.3); draft SVP objection withdrawal per C. Choe (KDW) (.9).	AF	1.20	432.00
Total Services for this Matter:				12,186.00
Total this Invoice				\$12,186.00

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Client 030608
Matter 0006
July 9, 2025
Page 3

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AF	Fowler, Allison	1.20	360.00	\$432.00
CC	Choe, Connie	10.50	785.00	8,242.50
JRA	Adams, Jason	0.60	1,150.00	690.00
MJM	McLoughlin, Maeghan J	2.70	1,045.00	2,821.50

PAYMENT BY CHECK:

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JOANN Committee
Attn: Eric Wilson
c/o Eric Wilson
3 World Trade Center, 175 Greenwich Street
New York, NY 10007

July 9, 2025
Invoice No. 2934885

030608 JOANN Committee
0007 Executory Contracts and Leases

Account Summary And Remittance Form

Legal Services:	\$7,024.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: \$7,024.00

Terms: Payment Due on or Before August 8, 2025

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JOANN Committee

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3 World Trade Center, 175 Greenwich Street
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July 9, 2025

Invoice No. 2934885

Client 030608

Matter 0007 Executory Contracts and Leases

Attorney: 05395

Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/02/25	Analyze 21st-28th rejection notices for impact (.5); analyze 29th-30th rejection notice for impact (.4); update tracking chart (.4).	AF	1.30	\$468.00
06/06/25	Review assumption notice with respect to Michaels leases (.1); review rejection notice impacting leases/contracts (.3); emails with J. Adams (KDW) regarding same (.1).	CC	0.50	392.50
06/11/25	Instruct T. Burns and A. Fowler (both KDW) on review of recently filed assumption and rejection notices.	JC	0.10	73.50
06/13/25	Review summary of rejection effective dates and objection timelines (.3); emails with C. Choe (KDW) regarding same (.3).	RLL	0.60	717.00
06/23/25	Call with S. Kaufman, counsel to Ashley Crossing landlord regarding proposed Dollar Tree assignment order.	RLL	0.20	239.00
06/24/25	Review supplemental 24th-27th rejection notices and leases impacted therein.	CC	0.30	235.50
06/24/25	Emails with O. Acuna (KE) regarding asset designation timeline, related costs (.2); emails	MJM	0.50	522.50

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Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/25/25	with C. Choe (KDW) regarding amended rejection notices (.1) and brief review of same (.2). Emails and calls with counsel to Charleston Location, S. Kaufman, regarding proposed assignment to Dollar Tree (.3); call and email with counsel to Dollar Tree, J. Gordon (Latham) regarding same (.3); confer with C. Choe (KDW) regarding Charleston Lease Amendment and rejection of La Canada, CA Lease (.7); emails with R. Yarmy, La Canada landlord, regarding same (.2) review Charleston lease amendment (.2).	RLL	1.70	2031.50
06/25/25	Review of 32nd notice of rejection for impact.	JC	0.20	147.00
06/25/25	Calls and emails with S. Kaufman, counsel to landlords, regarding assumption and assignment of issues to (.4); update calls with R. LeHane (KDW) regarding lease related issues regarding Dollar Tree as assignee (.7); emails with J. Gordon (Dollar Tree) (.2); emails with R. Yarmy landlord for WIN regarding rejection of La Canada lease and related issues (.6); review 32nd rejection notice (.2).	CC	2.10	1648.50
06/27/25	Review thirty-third and thirty-fourth rejection notices as to contracts and leases.	CC	0.30	235.50
06/27/25	Review 33rd and 34th rejection notices.	MJM	0.30	313.50

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Page 3

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	Total Services for this Matter:			7,024.00
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AF	Fowler, Allison	1.30	360.00	\$468.00
CC	Choe, Connie	3.20	785.00	2,512.00
JC	Churchill, John	0.30	735.00	220.50
MJM	McLoughlin, Maeghan J	0.80	1,045.00	836.00
RLL	LeHane, Robert L	2.50	1,195.00	2,987.50

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July 9, 2025
Invoice No. 2934886

030608 JOANN Committee
0009 Claims Administration

Account Summary And Remittance Form

Legal Services:	\$2,973.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$2,973.00**

Terms: Payment Due on or Before August 8, 2025

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SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

**PLEASE INDICATE CLIENT, MATTER AND INVOICE NUMBER
AS PAYMENT REFERENCE**

PAYMENT BY CHECK:

KELLEY DRYE & WARREN LLP

P.O. BOX 24652

NEW YORK, NY 10087-4652

KELLEY DRYE & WARREN LLP

FEDERAL ID NO. 13-5335107

WASHINGTON
LOS ANGELES
CHICAGO
HOUSTON

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PARSIPPANY

AFFILIATE OFFICE:
MUMBAI, INDIA

JOANN Committee
Attn: Eric Wilson
c/o Eric Wilson
3 World Trade Center, 175 Greenwich Street
New York, NY 10007

July 9, 2025
Invoice No. 2934886

Client 030608
Matter 0009 Claims Administration

Attorney: 05395

Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/02/25	Review four omnibus claim objections on various grounds for disallowance of claims pertaining to 503b9 claims and other contract claims.	CC	0.40	\$314.00
06/02/25	Review stipulation lifting the stay and waiving claims (.2); emails with M. Tsukerman (CS) regarding same (.1).	MJM	0.30	313.50
06/05/25	Review of 5th (.3), 6th (.3), 7th (.3) and 8th (.3) omnibus claims objections for impact.	JC	1.20	882.00
06/05/25	High level review of 5th through 8th claim objections.	MJM	0.40	418.00
06/19/25	Emails with O. Acuna (KE) regarding Singer claims reconciliation (.1); review M. Waldrep (KE) proposed revisions to plan and 503(b)(9) procedures (.5); emails with M. Waldrep (KE) regarding status of 503(b)(9) reconciliation (.1).	MJM	0.70	731.50
06/30/25	Review substantive and non-substantive omnibus claim objections	CC	0.40	314.00
Total Services for this Matter:				2,973.00

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Client 030608
Matter 0009
July 9, 2025
Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Total this Invoice				\$2,973.00

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JOANN Committee
Client 030608
Matter 0009
July 9, 2025
Page 3

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
CC	Choe, Connie	0.80	785.00	\$628.00
JC	Churchill, John	1.20	735.00	882.00
MJM	McLoughlin, Maeghan J	1.40	1,045.00	1,463.00

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Attn: Eric Wilson
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3 World Trade Center, 175 Greenwich Street
New York, NY 10007

July 9, 2025
Invoice No. 2934890

030608 JOANN Committee
0010 Plan and Disclosure Statement

Account Summary And Remittance Form

Legal Services:	\$40,450.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$40,450.00**

Terms: Payment Due on or Before August 8, 2025

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PAYMENT BY WIRE OR ACH IS PREFERRED:

BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

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July 9, 2025

Invoice No. 2934890

Client 030608

Matter 0010 Plan and Disclosure Statement

Attorney: 05395

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<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/02/25	Emails with M. Waldrep (K&E) regarding issues with Kroll website.	MJM	0.30	\$313.50
06/02/25	Email with J. Adams (KDW) regarding drafting JOANN liquidating trust agreement (.1); review and analyze trust provisions of debtors' second amended plan (.6); review redline of debtors' second amended plan for editing draft trust agreement (.4); analyze redlines of draft trust agreement against precedent trust agreements for editing draft liquidating plan (.8); begin editing draft JOANN liquidating trust agreement (.4).	AB	2.30	2047.00
06/03/25	Continue analyzing debtors' second amended plan for provisions impacting liquidating trust (.6); analyze precedent liquidating trust draft agreement provisions (.5); continue editing draft liquidating trust agreement Articles 1-3 (2.6).	AB	3.70	3293.00
06/04/25	Finalize drafting liquidating trust agreement articles 4-10 (2.9); review complete draft trust	AB	4.50	4005.00

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July 9, 2025
Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
	agreement for additional edits (1.5); email J. Adams (KDW) and KDW team regarding draft trust agreement (.1).			
06/05/25	Review (.8) and begin substantial revisions (1.8) to trust agreement; emails with M. Waldrep (KE) regarding same (.1).	MJM	2.70	2821.50
06/06/25	Call with E. Wilson and M. McLoughlin (both KDW) on plan status, trust agreement draft and trustee candidates.	JRA	0.20	230.00
06/06/25	Review M. McLoughlin's (KDW) comments and updated draft liquidating trust agreement (.4) and emails with M. McLoughlin and D. Kane (both KDW) regarding same (.1); review and make additional edits to draft trust agreement (1.1).	AB	1.60	1424.00
06/06/25	Continue revising GUC trust agreement (2.8); call with E. Wilson and J. Adams (both KDW) on trustee agreement and candidates (.2); emails with D. Kane and A. Barajas (both KDW) regarding trust agreement (.2).	MJM	3.20	3344.00
06/06/25	Confer with J. Adams and M. McLoughlin (both KDW) regarding plan issues.	ERW	0.20	256.00
06/10/25	Review D. Kane (KDW) comments to trust agreement.	MJM	0.30	313.50
06/10/25	Comment on draft trust agreement (2.4); circulate same to M. McLoughlin and A. Barajas (both KDW) with a request for a call	DPK	2.50	2362.50

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Page 3

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/11/25	(.1). Review D. Kane (KDW) revisions to trust agreement (.2); call with D. Kane and A. Barajas (both KDW) regarding revisions to trust agreement (.6); emails with M. Waldrep (KE) regarding same (.1).	MJM	0.90	940.50
06/11/25	Edit draft trust agreement to incorporate D. Kane (KDW) edits (1.5); call with M. McLoughlin and D. Kane (both KDW) regarding same (.6); finalize edits to draft trust agreement (.4); email Kirkland team regarding draft trust agreement (.1).	AB	2.60	2314.00
06/11/25	Conference call with prospective trustee regarding conflicts and pricing.	ERW	0.20	256.00
06/11/25	Call with M. McLoughlin and A. Barajas (both KDW) to work through trust agreement comments.	DPK	0.60	567.00
06/16/25	Review wind down transactions memorandum (.2); revise same (.5); review plan in connection with same (.2); discuss same with D. Kane (KDW) (.2).	MJM	1.10	1149.50
06/16/25	Review transaction steps memo (.1); call with M. McLoughlin (KDW) regarding same (.2).	DPK	0.30	283.50
06/17/25	Finalize wind down transactions memorandum.	MJM	0.30	313.50
06/18/25	Review precedent chapter 11 plans for language regarding treatment of insurance self insured retention (SIR) (.2); email M.	AB	0.90	801.00

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July 9, 2025
Page 4

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
	McLoughlin (KDW) regarding same (.1); email Kirkland team precedent chapter 11 plan (.1); call with M. Waldrep (KE) regarding proposed edits to insurance SIR language (.1); analyze proposed changes to plan's insurance SIR language (.2); email M. McLoughlin (KDW) regarding same (.1); email M. Waldrep (KE) regarding same (.1).			
06/19/25	Review debtors' revisions to GUC trust agreement (.5); call with D. Kane and A. Barajas (both KDW) to discuss response to same (.5); high level review of plan administrator agreement (.4); emails with A. Barajas (KDW) regarding comments to same (.1).	MJM	1.50	1567.50
06/19/25	Review Kirkland's proposed edits to draft trust agreement (.4); call with M. McLoughlin and D. Kane (both KDW) regarding Kirkland's edits to trust agreement and committee's responses to same (.5); edit draft trust agreement to incorporate committee's comments (.5); email Kirkland regarding same (.1); review and provide edits to draft plan administrator agreement (.6); emails with M. McLoughlin and D. Kane (both KDW) regarding same (.2); email Kirkland team regarding plan administrator agreement issue	AB	2.50	2225.00

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July 9, 2025
Page 5

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/19/25	(.2). Call with M. McLoughlin and A. Barajan (both KDW) to work through debtors' trust agreement comments.	DPK	0.50	472.50
06/20/25	Review emails from Kirkland team regarding plan supplement materials (.2); email M. McLoughlin (KDW) regarding same (.1); email Kirkland team contact information for GUC trustee (.1).	AB	0.40	356.00
06/20/25	Numerous revisions to plan supplement including GUC trust agreement (.3), 503(b)(9) procedures (.3), retained causes of action (.2), plan administrator agreement (.2), wind down memorandum (.2); call with M. Waldrep (KE) related to same (.1); numerous emails with M. Waldrep (KE) regarding same (.3).	MJM	1.60	1672.00
06/23/25	Review as filed plan supplement (.3); email to C. Choe (KDW) regarding same (.1).	ERW	0.40	512.00
06/24/25	Call with L. Blumenthal (KE) regarding rejected contracts list (.1) and compare to plan provisions (.2).	MJM	0.30	313.50
06/24/25	Review complaint regarding stay and potential impact plan (.2); conference call with G. Novod (GE) regarding same (.2).	ERW	0.40	512.00
06/26/25	Call with L. Blumenthal (KE) regarding UST plan issues (.2); review 503(b)(9) procedures and plan in connection with same (.3); emails	MJM	0.70	731.50

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Page 6

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
	with A. Klimowicz (KE) regarding further changes to the plan (.2).			
06/27/25	Review ad hoc group comments to GUC trust agreement (.4); summarize issues (.3); emails with D. Kane (KDW) regarding same (.2).	MJM	0.90	940.50
06/30/25	Review UST comments to plan and GUC trust agreement (.3); draft responses to same (.8); call with D. Kane (KDW) to discuss UST and Ad Hoc Group comments (.6); further revise response to UST (.3) and issues on GUC trust agreement (.3).	MJM	2.30	2403.50
06/30/25	Review UST and Ballard Spahr comments to plan and trust agreement (.3); correspondence with M. McLoughlin (KDW) on same, open issues (.2).	JRA	0.50	575.00
06/30/25	Review UST (.3) and prepetition term loan lender (.3) comments to plan; strategy call with M. McLoughlin (KDW) to discuss same (.6).	DPK	1.20	1134.00
Total Services for this Matter:				40,450.00
Total this Invoice				\$40,450.00

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Client 030608
Matter 0010
July 9, 2025
Page 7

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AB	Barajas, Andres	18.50	890.00	\$16,465.00
DPK	Kane, Dana P	5.10	945.00	4,819.50
ERW	Wilson, Eric	1.20	1,280.00	1,536.00
JRA	Adams, Jason	0.70	1,150.00	805.00
MJM	McLoughlin, Maeghan J	16.10	1,045.00	16,824.50

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JOANN Committee
Attn: Eric Wilson
c/o Eric Wilson
3 World Trade Center, 175 Greenwich Street
New York, NY 10007

July 9, 2025
Invoice No. 2934887

030608 JOANN Committee
0011 Committee and Creditor Communications

Account Summary And Remittance Form

Legal Services:	\$14,496.50
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$14,496.50**

Terms: Payment Due on or Before August 8, 2025

Please Return This Page With Your Payment

PAYMENT BY WIRE OR ACH IS PREFERRED:

BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

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Matter 0011 Committee and Creditor Communications

Attorney: 05395

Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/01/25	Coordinate and correspondence with various landlords and creditors regarding status of locations, including assumption/rejection of lease, related lease terms, GOB sales, surrender of premises and next steps.	CC	2.60	\$2041.00
06/02/25	Reviewed and addressed various landlord-related matters with respect to rejection notices and lease related issues (.5); correspondence with landlords on same (.5); update M. McLoughlin (KDW) on same (.2).	CC	1.20	942.00
06/02/25	Emails with R. Edwards (Kimco) and C. Choe (KDW) regarding rejection notices (.2); emails with S. Balasiano (BL) regarding 2nd omnibus claims objection (.2); draft committee update regarding recently filed pleadings (.3); emails with G. Ocalgiray (Ormo) regarding process for submitting ballot (.2); review cover letters and emails with Kroll in connection with same (.3).	MJM	1.20	1254.00
06/03/25	Correspondence with various landlords	CC	0.20	157.00

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JOANN Committee
Client 030608
Matter 0011
July 9, 2025
Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
	regarding administrative claims, lease assumption and sale process.			
06/04/25	Email E. Wilson (KDW) regarding contact information for committee members.	AB	0.10	89.00
06/05/25	Emails with G. Ocalgiray (Ormo) regarding 8th omni claim objection (.2); review filed claims in connection with same (.1).	MJM	0.30	313.50
06/05/25	Correspondence with various landlords regarding lease assumption and status of lease sales.	CC	0.20	157.00
06/05/25	Emails with E. Wilson (KDW) regarding updates to committee members' regarding vendor issues (.4); draft response email regarding same (.2).	AB	0.60	534.00
06/07/25	Email E. Wilson (KDW) regarding committee member update.	AB	0.10	89.00
06/09/25	Correspondence with various landlords regarding lease assumption/assignment and next steps on same.	CC	0.30	235.50
06/09/25	Email update to committee (.1); instruction to A. Barajas (KDW) regarding same (.1).	ERW	0.20	256.00
06/10/25	Correspondence with landlord creditors regarding open assumption and cure issues and coordination with Dollar Tree counsel regarding same.	CC	0.70	549.50
06/10/25	Emails with G. Ocalgiray (Ormo) regarding claims status.	ERW	0.20	256.00

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Page 3

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/11/25	Correspondence with M. McLoughlin (KDW) regarding various pleadings filed including assumption and rejection notices and status of same for UCC update.	CC	0.30	235.50
06/11/25	Draft committee update on trustee selection and recently filed pleadings (.6); review prior rejection and assumption notices (.4) and claims objections (.3) in connection with same; emails with C. Choe (KDW) regarding impact on UCC members (.2); emails with E. Wilson (KDW) regarding trustee recommendation (.2).	MJM	1.70	1776.50
06/12/25	Correspondence with various landlords on upcoming claims bar dates and case status.	CC	0.30	235.50
06/12/25	Revise committee update (.3); emails with E. Wilson (KDW) regarding same (.1).	MJM	0.40	418.00
06/13/25	Revise, send committee update.	MJM	0.30	313.50
06/13/25	Correspondence with various landlords and counsel regarding lease assumption issues and upcoming hearing (.7); emails with counsel and Great American regarding status of lease assumption, hearings and proposed orders for same (.5).	CC	1.20	942.00
06/13/25	Review committee update (.1); instruction to M. McLoughlin (KDW) regarding same (.1).	ERW	0.20	256.00
06/15/25	Emails with E. Wilson (KDW) regarding recommendation to committee on GUC trustee.	MJM	0.20	209.00
06/15/25	Review trustee emails (.2); revise committee	ERW	0.40	512.00

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Page 4

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/16/25	update (.1); instruction to M. McLoughlin (KDW) (.1). Draft committee update on trustee recommendation, complaint, and asset designation.	MJM	0.30	313.50
06/16/25	Correspondence with landlord creditor and counsel regarding lease assumption issues.	CC	0.30	235.50
06/16/25	Review and comment on committee update (.2); instruction to M. McLoughlin (KDW) regarding same (.1).	ERW	0.30	384.00
06/17/25	Emails with committee regarding update and trustee recommendation.	ERW	0.30	384.00
06/23/25	Review JOANN disclosure statement for call with creditor (.4); call with creditor regarding JOANN's plan treatment of general unsecured creditors (.1).	AB	0.50	445.00
06/24/25	Correspondence with landlords regarding lease rejection and assumption notices and Great American's coverage of cure costs.	CC	0.40	314.00
06/26/25	Coordinate with S. Kaufman as landlord counsel and Dollar Tree on lease assumption issues and review proposed assumption order.	CC	0.30	235.50
06/26/25	Diligence in response to committee member inquiry (.1); draft email to E. Wilson (KDW) regarding same (.1).	AB	0.20	178.00
06/30/25	Review and prepare response to creditor regarding plan solicitation and voting deadline.	CC	0.30	235.50

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Page 5

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
	Total Services for this Matter:			14,496.50
	Total this Invoice			\$14,496.50

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Page 6

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AB	Barajas, Andres	1.50	890.00	\$1,335.00
CC	Choe, Connie	8.30	785.00	6,515.50
ERW	Wilson, Eric	1.60	1,280.00	2,048.00
MJM	McLoughlin, Maeghan J	4.40	1,045.00	4,598.00

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July 9, 2025
Invoice No. 2934888

030608 JOANN Committee
0013 Court Hearings

Account Summary And Remittance Form

Legal Services:	\$3,924.50
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$3,924.50**

Terms: Payment Due on or Before August 8, 2025

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PAYMENT BY WIRE OR ACH IS PREFERRED:

BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

**PLEASE INDICATE CLIENT, MATTER AND INVOICE NUMBER
AS PAYMENT REFERENCE**

PAYMENT BY CHECK:

KELLEY DRYE & WARREN LLP

P.O. BOX 24652

NEW YORK, NY 10087-4652

KELLEY DRYE & WARREN LLP

FEDERAL ID NO. 13-5335107

WASHINGTON
LOS ANGELES
CHICAGO
HOUSTON

NEW YORK
STAMFORD
PARSIPPANY

AFFILIATE OFFICE:
MUMBAI, INDIA

JOANN Committee

Attn: Eric Wilson

c/o Eric Wilson

3 World Trade Center, 175 Greenwich Street
New York, NY 10007

July 9, 2025

Invoice No. 2934888

Client 030608

Matter 0013 Court Hearings

Attorney: 05395

Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/09/25	Review notice of agenda for matters going forward on June 11.	JC	0.10	\$73.50
06/09/25	Review agenda for June 11 hearing and coordinate next steps.	CC	0.20	157.00
06/10/25	Review hearing agenda (.1) and emails with C. Choe (KDW) regarding same (.1).	MJM	0.20	209.00
06/10/25	Correspondence with debtors' counsel regarding June 11 hearing agenda and status (.2); email with M. McLoughlin (KDW) on same (.1); review agenda and instruct A. Fowler (KDW) on registration (.2).	CC	0.50	392.50
06/10/25	Register M. McLoughlin and C. Choe (both KDW) for hearing on 6/11.	AF	0.30	108.00
06/11/25	Review amended hearing agenda (.1); review related revised assumption order in connection with open assumption issue (.2); monitor assumption hearing (.2).	CC	0.50	392.50
06/18/25	Review notice of agenda for 6/23 hearing (.4); circulate agenda to team (.1).	AF	0.50	180.00
06/20/25	Review notice of agenda for hearing.	JC	0.20	147.00

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Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/22/25	Revise and finalize withdrawal notice for limited sale objection (.3); emails with J. O'Neill (Pachulski) regarding next steps and preparation for hearing (.3).	CC	0.60	471.00
06/23/25	Review second amended agenda for open matters (.2); emails with J. Churchill (KDW) on hearing registration information (.2); monitor hearing (.5).	CC	0.90	706.50
06/23/25	Call with chambers regarding hearing registration.	JC	0.20	147.00
06/23/25	Review KDW fee application and order to prepare for hearing (.3); review agenda (.1); participate in hearing (.5).	MJM	0.90	940.50
Total Services for this Matter:				3,924.50
Total this Invoice				\$3,924.50

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Page 3

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AF	Fowler, Allison	0.80	360.00	\$288.00
CC	Choe, Connie	2.70	785.00	2,119.50
JC	Churchill, John	0.50	735.00	367.50
MJM	McLoughlin, Maeghan J	1.10	1,045.00	1,149.50

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ATTN: TREASURER'S DEPARTMENT
3 WORLD TRADE CENTER
175 GREENWICH STREET
NEW YORK, NEW YORK 10007
(212) 808-7800

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MUMBAI, INDIA

JOANN Committee
Attn: Eric Wilson
c/o Eric Wilson
3 World Trade Center, 175 Greenwich Street
New York, NY 10007

July 9, 2025
Invoice No. 2934889

030608 JOANN Committee
0016 Debtor Communications

Account Summary And Remittance Form

Legal Services:	\$2,092.50
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$2,092.50**

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July 9, 2025

Invoice No. 2934889

Client 030608

Matter 0016 Debtor Communications

Attorney: 05395

Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/03/25	Emails with debtors' counsel on various workstreams (.3); prepare agenda for call (.2); emails with M. McLoughlin (KDW) regarding same (.1).	CC	0.60	\$471.00
06/03/25	Emails with C. Choe (KDW) regarding debtor call and agenda for same.	MJM	0.20	209.00
06/04/25	Call with K&E and Cole Schotz regarding various workstreams and case status (.2); emails with agenda on same (.1).	CC	0.30	235.50
06/04/25	Prepare for (.1) and participate in bi-weekly call with Kirkland, Cole Schotz and C. Choe (KDW) (.2).	MJM	0.30	313.50
06/06/25	Follow-up with O. Acuna (K&E) regarding proposed Singer Sewing order.	CC	0.10	78.50
06/09/25	Follow-up email with debtors' counsel regarding Singer Sourcing sale motion and associated claim.	CC	0.10	78.50
06/12/25	Confer with O. Acuna (K&E) regarding status of sale order and negotiations.	CC	0.30	235.50
06/19/25	Call with O. Acuna (K&E) regarding 503b9	CC	0.30	235.50

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Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
06/23/25	reconciliation procedures and status of Singer Sourcing claim reconciliation. Emails with O. Acuna (K&E) regarding extension of asset designation deadline and issues related to same (.2); email to M. McLoughlin (KDW) on same (.1).	CC	0.30	235.50
Total Services for this Matter:				2,092.50
Total this Invoice				\$2,092.50

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<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
CC	Choe, Connie	2.00	785.00	\$1,570.00
MJM	McLoughlin, Maeghan J	0.50	1,045.00	522.50

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